

In re **Brazos Emergency Physicians Association, P.A.**

Case No. **10-10737-cag**
(if known)

SCHEDULE A - REAL PROPERTY

Description and Location of Property	Nature of Debtor's Interest in Property		Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
None				

Total: **\$0.00**
(Report also on Summary of Schedules)

In re **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**

(if known)

SCHEDULE B - PERSONAL PROPERTY

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.		Cash on hand	Unknown
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		Payroll Account: xxxx40562	\$193.98
		Operating Account xxx40554	\$4,042.38
		Prosperity Bank (Credit Card Acct: xxxxx81352	\$1,492.48
3. Security deposits with public utilities, telephone companies, landlords, and others.	X		
4. Household goods and furnishings, including audio, video and computer equipment.	X		
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X		
6. Wearing apparel.	X		
7. Furs and jewelry.	X		
8. Firearms and sports, photographic, and other hobby equipment.	X		
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X		
10. Annuities. Itemize and name each issuer.	X		

In re **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**

(if known)

SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 1*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X		
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X		
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X		
14. Interests in partnerships or joint ventures. Itemize.	X		
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts receivable.		Accounts receivable - See Accounts Receivable Aging attached.	\$12,568,675.02
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X		
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X		

In re **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**

(if known)

SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 2*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X		
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X		
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Lawsuits/claims Dr. Patrick G. Woods v. Joseph Degioanni, Emtel, Inc. and Brazos Emergency Physicians Association, P.A. v. The Methodist Hospital, The Methodist Health Care Centers and Neptune Emergency Physicians Services, P.A., Cause No. 2003-53712, in the 334th District Court of Harris County, Texas.	Unknown
22. Patents, copyrights, and other intellectual property. Give particulars.	X		
23. Licenses, franchises, and other general intangibles. Give particulars.	X		
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X		

In re **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**
(if known)**SCHEDULE B - PERSONAL PROPERTY***Continuation Sheet No. 3*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X		
26. Boats, motors, and accessories.	X		
27. Aircraft and accessories.	X		
28. Office equipment, furnishings, and supplies.	X		
29. Machinery, fixtures, equipment, and supplies used in business.	X		
30. Inventory.	X		
31. Animals.	X		
32. Crops - growing or harvested. Give particulars.	X		
33. Farming equipment and implements.	X		
34. Farm supplies, chemicals, and feed.	X		
35. Other personal property of any kind not already listed. Itemize.		Emergency room operations contract with Trinity Medical Center, Brenham, Texas	Unknown

_____ **3** _____ continuation sheets attached
 (Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

Total >**\$12,574,403.86**

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #: Texas Citizens Bank, NA PO Box 7350 Pasadena, Texas 77508-7350	X	DATE INCURRED: 2007 NATURE OF LIEN: UCC 1 COLLATERAL: Accounts Receivable REMARKS: VALUE: \$12,572,911.38				\$25,886.15	
Subtotal (Total of this Page) >						\$25,886.15	\$0.00
Total (Use only on last page) >						\$25,886.15	\$0.00

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☒ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,425* for deposits for the purchase, lease or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☐ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

☐ **Administrative allowances under 11 U.S.C. Sec. 330**

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

** Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Wages, salaries, and commissions
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CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE	BTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
ACCT #:			DATE INCURRED:							
Joseph Degioanni, M.D. 2425 West Loop South, Suite 601 Houston, TX 77027			CONSIDERATION: Services Rendered REMARKS:				\$83,070.00	\$10,850.00	\$72,220.00	
Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Priority Claims							Subtotals (Totals of this page) >	\$83,070.00	\$10,850.00	\$72,220.00
Total > (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)							\$83,070.00			
Totals > (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								\$10,850.00	\$72,220.00	

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Chamberlain & Hrdlicka 1200 Smith Street Houston, Texas 77002		DATE INCURRED: CONSIDERATION: Legal Services REMARKS:				\$49,306.76
ACCT #: Dan Burian, M.D. 9303 Stratford Place Tomball, Texas 77375		DATE INCURRED: CONSIDERATION: Services Rendered REMARKS:	X	X	X	Unknown
ACCT #: Emtel, Inc. 2425 West Loop South, Suite 601 Houston, TX 77027		DATE INCURRED: CONSIDERATION: Services Rendered REMARKS:				\$316,782.14
ACCT #: Eric Schroeder, M.D 1406 Kipling Houston, Texas 77006		DATE INCURRED: CONSIDERATION: Services Rendered REMARKS:	X	X	X	Unknown
ACCT #: James Ferguson, M.D.		DATE INCURRED: CONSIDERATION: Services Rendered REMARKS:				\$4,471.48
ACCT #: James Raymond, Receiver c/o The Law Office of Tom Fulkerson, LLP 700 Louisiana, Suite 4700 Houston, TX 77002		DATE INCURRED: CONSIDERATION: Receivership Fees REMARKS:		X		Unknown

Subtotal >

\$370,560.38

Total >

2 continuation sheets attached

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Joseph Degioanni, M.D. 2425 West Loop South, Suite 601 Houston, TX 77027		DATE INCURRED: CONSIDERATION: Emergency Room Physician Services REMARKS:				\$83,070.00
ACCT #: Joseph Degioanni, M.D. 2425 West Loop South, Suite 601 Houston, TX 77027		DATE INCURRED: CONSIDERATION: Loan to Debtor REMARKS:				\$9,347.57
ACCT #: Joseph Degioanni, M.D. 2425 West Loop South, Suite 601 Houston, TX 77027		DATE INCURRED: CONSIDERATION: Litigation Support Services REMARKS:				\$232,312.50
ACCT #: Joseph Degioanni, MD 2425 West Loop South, Ste 601 Houston, Texas 77027		DATE INCURRED: 2006 to present CONSIDERATION: Services Rendered REMARKS: Clinical Administrative Services at Trinity Medical Center from 2006 to Present				\$153,000.00
ACCT #: Marshall & McCracken, PC 1990 Post Oak Blvd., Suite 2400 Houston, TX 77056-6509		DATE INCURRED: CONSIDERATION: Services Rendered REMARKS:				\$43,815.00
ACCT #: Moore, Reichl & Baker, PC 11490 Westheimer Rd., Suite 610 Houston, TX 77077-6841		DATE INCURRED: CONSIDERATION: Services Rendered REMARKS:				\$3,184.94

Sheet no. 1 of 2 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal >

\$524,730.01

Total >

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Patrick G. Woods, MD 25802 Lake Lawn Dr Spring, Texas 77380		DATE INCURRED: CONSIDERATION: Services Rendered REMARKS:	X	X	X	Unknown
ACCT #: Tom Fulkerson 700 Louisiana, Suite 4700 Houston, TX 77002		DATE INCURRED: CONSIDERATION: Attorney Fees/Out of Pocket Expenses REMARKS:		X		Unknown

Sheet no. 2 of 2 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal >

\$0.00

Total >

\$895,290.39(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases of contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Trinity Medical Center 700 Medical Parkway Brenham, Texas 77833	Emergency room operations contract Contract to be ASSUMED

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Joseph Degioanni, M.D. 2425 West Loop South, Suite 601 Houston, TX 77027	Texas Citizens Bank, NA PO Box 7350 Pasadena, Texas 77508-7350

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the **President & Secretary** of the **Texas Professional Association**
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
14 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

(Total shown on summary page plus 1.)

Date March 14, 2010

Signature /s/Lonnie Hermann, M.D.
Lonnie Hermann, M.D.
President & Secretary

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION

In re: **Brazos Emergency Physicians Association, P.A.**

Case No. **10-10737-cag**
(if known)

STATEMENT OF FINANCIAL AFFAIRS

None

☐

1. Income from employment or operation of business

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$1,681,296.00	January 1 to December 31, 2007, From Form 1120
\$1,804,466.00	January 1 to December 31, 2008, From Form 1120
\$1,872,510.07	January 1 to December 31, 2009, From Income Statement
\$378,967.24	January 1 to March 21, 2010, From Income Statement

None

☒

2. Income other than from employment or operation of business

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None

☒

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

☐

b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See Attached		\$0.00	

None

☐

c. All debtors: List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See Attached		\$0.00	

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 1

4. Suits and administrative proceedings, executions, garnishments and attachments

None



a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**CAPTION OF SUIT AND
CASE NUMBER**

**Dr. Patrick G. Woods v. Joseph
Degioanni, Emtel, Inc. and
Brazos Emergency Physicians
Association, P.A. v. The
Methodist Hospital, The
Methodist Health Care Centers
and Neptune Emergency
Physicians Services, P.A.,
Cause No. 2003-53712.**

NATURE OF PROCEEDING

**Complex lawsuit
where plaintiffs and
intervenor brought
claims, individually
and derivatively on
behalf of BEPA, for
breach of profit-
sharing agreement,
for an accounting,
malfeasance, breach
of contract, quantum
meruit, breach of
fiduciary duty, theft of
corporate
opportunity,
shareholder
oppression. BEPA
has claims against
the Plaintiffs and the
Third-Party
Defendants for
breach of fiduciary
duty, breach of
contract, torturous
interference with a
contract, business
disparagement,
liability under the
Texas Theft Liability
Act (Tex. Civ. Prac. &
Rem. Code §
134.001), aiding and
abetting a breach of
fiduciary duty, civil
conspiracy,
constructive trust,
and equitable
accounting.**

**COURT OR AGENCY
AND LOCATION**

**in the 334th District
Court of Harris County,
Texas.**

**STATUS OR
DISPOSITION**

**Trial on the merits is
scheduled for October
4, 2010 with a backup
trial setting for October
18, 2010.**

**Emtel, Inc. and Joseph
Degioanni, M.D. v. Medford
Cashion, M.D. and Diana Fite,
M.D., No. 2003-69942.**

**Lawsuit where
plaintiffs and
intervenor brought
individual and
derivative claims
against the
defendants for
attempting to take
control of BEPA
through the means of**

**In the 152nd District
Court of Harris County,
Texas.**

**While the receivership
expired as a matter of
law, the lawsuit is
pending with no trial
setting.**

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**
(if known)**STATEMENT OF FINANCIAL AFFAIRS***Continuation Sheet No. 2*

an illegal meeting of
the board of directors
where all directors
and where the
defendants brought
derivative claims
against the Plaintiffs
in regards to their
management of
Emtel, Inc. In this
lawsuit, BEPA was
placed under
revership.

Diana Fite, M.D. and Patrick G.
Woods, M.D. v. Emtel, Inc. and
Joseph Degioanni, M.D., No. 01-
07-273-CV

Appeal of order
reappointing James
Raymond as Receiver
over BEPA.

; In the Court of
Appeals for the First
Judicial District of
Texas.

See 2008 WL 4427676.
Mandate issued from
the Court of Appeals in
July 2009.

Diana Fite, M.D. and Patrick G.
Woods, M.D. v. Emtel, Inc. and
Joseph Degioanni, M.D., No. 08-
1080.

Petition for review
from the Opinion After
Rehearing issued by
the Court of Appeals
for the First Judicial
District of Texas.

In the Supreme Court
of Texas.

See Fite v. Emtel, Inc.,
2008 WL 4427676
(Tex.App.-Houston [1st
Dist.] Oct. 2, 2008).
Review was denied and
case remanded to the
First Court of Appeals
for issuance of a
mandate.

None



b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

5. Repossessions, foreclosures and returns

None



List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None



a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None



b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT, CASE TITLE AND NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
James Raymond c/o The Law Office of Tom Fulkerson, LLP 700 Louisiana, Suite 4700 Houston, TX 77002	Emtel, Inc. and Joseph Degioanni, M.D. v. Medford Cashion, M.D. and	January 20, 2004	

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Brazos Emergency Physicians Association, P.A.**

Case No. **10-10737-cag**

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 3

Diana Fite, M.D., No. 2003-69942; In the 152nd District Court of Harris County, Texas. First receivership from Jan. 20, 2004 - Jan. 20, 2007. Second receivership from March 7, 2007 - Mar. 7, 2010. Both receiverships expired by operation of law without being extended prior to their expiration. Emtel, Inc. and Joseph Degioanni, M.D. v. Medford Cashion, M.D. and Diana Fite, M.D., No. 2003-69942. In the 152nd District Court of Harris County, Texas. First receivership from Jan. 20, 2004 - Jan. 20, 2007. Second receivership from March 7, 2007 - Mar. 7, 2010. Both receiverships expired by operation of law without being extended prior to their expiration. In both receiverships, James Raymond was appointed receiver over all of the assets and liabilities of BEPA by virtue of being appointed to operate BEPA as its sole officer and director.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 4

7. Gifts

None



List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

8. Losses

None



List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

9. Payments related to debt counseling or bankruptcy

None



List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
C. DANIEL ROBERTS & ASSOCIATES, P.C. 1602 East Cesar Chavez Austin, Texas 78702	3/20/2010	\$15,000.00

10. Other transfers

None



a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within two years immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None



b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

11. Closed financial accounts

None



List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

12. Safe deposit boxes

None



List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

None



List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 5

14. Property held for another person

None



List all property owned by another person that the debtor holds or controls.

15. Prior address of debtor

None



If the debtor has moved within three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former Spouses

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:



None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.



None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.



18. Nature, location and name of business

None



a. If the debtor is an individual, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 6

None



b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None



a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

**Joseph Degioanni, M.D.
Emtel, Inc.
2425 West Loop South, Suite 601
Houston, TX 77027**

DATES SERVICES RENDERED**Inception to date.****Rosemary Behrens**

**Emtel, Inc.
2425 West Loop South, Suite 601
Houston, TX 77027**

May 2007 to the present.

None



b. List all firms or individuals who within two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME AND ADDRESS

**Douglas Reichl, CPA
Moore, Reichl & Baker, P.C.
11490 Westheimer, Suite 610
Houston, Texas 77077-6841**

DATES SERVICES RENDERED**Inception to present**

None



c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME

**Joseph Degioanni, M.D.
Emtel, Inc.**

ADDRESS

**2425 West Loop South, Suite 601
Houston, TX 77027**

James Raymond

**c/o The Law Office of Tom Fulkerson, LLP
700 Louisiana, Suite 4700
Houston, TX 77002**

Rosemary Behrens

**Emtel, Inc.
2425 West Loop South, Suite 601
Houston, TX 77027**

None



d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within two years immediately preceding the commencement of this case.

NAME AND ADDRESS**Did BEPA Issue any Financials?****DATE ISSUED**

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION

In re: **Brazos Emergency Physicians Association, P.A.**

Case No. **10-10737-cag**
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 7

20. Inventories

None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

None ☒ b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Lonnie Hermann, M.D. 205 McNair Navasota, TX 76661	Director, President & Secretary	9.00%
John Sanders, M.D.Vice President 6218 Del Monte Houston, TX 77057	Director and Vice President	11.87%
Medford Cashion, M.D. 711 Champions Row Victoria, TX 77904	Director	9.25%
Joseph Degioanni, M.D. 2425 West Loop South, Suite 601 Houston, TX 77027	Director	41.26%
Karlan Downing, M.D. 1280 C.R. 213 Hallettsville, TX 77964	Director	6.62%
Diana Fite, M.D. c/o Smyser, Kaplan & Veselka, LLP 700 Louisiana, Suite 2300 Houston, TX 77002	Director	00%
Victor Canchola 110 Heritage Trail Bellville, TX 77418	Shareholder	8.62%
Jim Paskow 7262 Harmony Cove Houston, tX 77036	Shareholder	7.87%

22. Former partners, officers, directors and shareholders

None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Brazos Emergency Physicians Association, P.A.**Case No. **10-10737-cag**

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 8

None



b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

NAME, ADDRESS AND TITLE**DATE OF TERMINATION****Diana Fite, M.D.****c/o Smyser, Kaplan & Veselka, LLP****700 Louisiana, Suite 2300****Houston, TX 77002**

Ownership is disputed. BEPA bought back the shares in 2008 due to employment agreement between shareholder and BEPA which required BEPA to buy back the stock

23. Withdrawals from a partnership or distributions by a corporation

None



If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

24. Tax Consolidation Group

None



If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.

25. Pension Funds

None



If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date April 14, 2010Signature /s/ Lonnie Hermann, M.D.**Lonnie Hermann, M.D.****President & Secretary**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.

18 U.S.C. §§ 152 and 3571

ANSWER TO QUESTION 3b

BEPA Operating Account Items Paid 90 days prior to 3/20/10

Date	Check #	Payee	Amount	Payroll withholding	Principal	Interest	Notes
12/21/2009		ADP Payroll	\$23,957.53				
12/21/2009		ADP Payroll	\$6,058.04				
12/22/2009	4763	Emtel	\$10,000.00				
12/23/2009	4695	Joseph Degioanni	\$10,000.00				reimbursement for Loan to cover payroll 9/08
12/24/2009	4785	United Healthcare	\$5,986.38				
12/30/2009	4796	Postmaster	\$1,040.00				P. O. Box rental
12/30/2009	4797	Joseph Degioanni	\$2,512.85				Reimbursement for TMC Christmas gifts
12/30/2010	4778	Emtel	\$5,000.00				
12/30/2009	4765	Nyack Principals Group	\$700.00				reimbursement for advance to BEPA Payroll
12/31/2009	4786	Charles Neilson, MD	\$13,055.00				
12/31/2009	4762	Emtel	\$10,000.00				
12/31/2009	4799	Nyack Principals Group	\$28.00				credit card payments for Nyack received through BEPA Prosperity account
1/5/2010		Wells Fargo	\$104.16				bank charges
1/5/2010	4796	Postmaster	\$1,040.00				P. O. Box
1/6/2010	4788	Texas Citizens Bank	\$2,000.00		\$1,811.27	\$188.73	
1/7/2010	4759	Emtel	\$5,000.00				
1/7/2010	4760	Emtel	\$5,000.00				
1/8/2010	4787	American Funds	\$1,000.00	\$1,000.00			
1/8/2010	4789	Premium Assignment	\$10,876.80				
1/8/2010	4800	United Healthcare	\$5,983.38				
1/8/2010	4801	Charles Neilson, MD	\$12,855.00				
1/8/2010	4803	Texas Citizens Bank	\$2,000.00		\$1,812.90	\$176.43	
1/8/2010	4807	American Funds	\$1,000.00	\$1,000.00			
1/8/2010	4808	Premium Assignment	\$10,876.80				
1/8/2010	4815	County Indigent Health	\$98.48				refund to insurer/patient for overpayment
1/8/2010	4816	Kent Treadwell	\$110.00				refund to insurer/patient for overpayment
1/8/2010	4817	Roger Knight, Jr., Inc.	\$30.00				refund to insurer/patient for overpayment
1/8/2010	4819	Blue Cross Blue Shield	\$285.00				refund to insurer/patient for overpayment
1/8/2010	4820	Lindsay Hedge	\$272.86				refund to insurer/patient for overpayment
1/8/2010	4821	Blue Cross Blue Shield	\$214.35				refund to insurer/patient for overpayment
1/8/2010	4822	Blue Cross Blue Shield	\$640.00				refund to insurer/patient for overpayment
1/8/2010	4823	Andrew Webster Hart, IV	\$124.00				refund to insurer/patient for overpayment
1/8/2010	4824	Robert Frueholz	\$291.27				refund to insurer/patient for overpayment

1/8/2010	4825 County Indigent Health	\$338.27	refund to insurer/patient for overpayment
1/8/2010	4826 Tammie Blum	\$435.00	refund to insurer/patient for overpayment
1/8/2010	4827 Johnson & Roundtree Pretr	\$310.00	refund to insurer/patient for overpayment
1/8/2010	4829 Mary Catherine Siemsglus	\$63.00	refund to insurer/patient for overpayment
1/8/2010	4830 Douglas Dawson	\$228.00	refund to insurer/patient for overpayment
1/8/2010	4831 Igenix	\$380.00	refund to insurer/patient for overpayment
1/8/2010	4832 Christus	\$426.94	refund to insurer/patient for overpayment
1/14/2010	ADP Payroll	\$28,245.72	
1/14/2010	ADP Payroll	\$9,363.06	
1/15/2010	4733 Joseph Degioanni	\$10,000.00	reimbursement for advance 9/08
1/25/2010	ADP Payroll	\$24,809.88	
1/25/2010	ADP Payroll	\$11,770.66	
1/29/2010	4782 Emtel	\$10,000.00	
1/29/2010	4783 Emtel	\$10,000.00	
1/29/2010	4766 Joseph Degioanni	\$2,400.00	reimbursement of advance 10/09
2/4/2010	4781 Emtel	\$5,000.00	
2/4/2010	4779 Emtel	\$5,000.00	
2/4/2010	4780 Emtel	\$5,000.00	
2/4/2010	4792 Emtel	\$5,000.00	
2/5/2010	Wells Fargo	\$76.62	bank charges
2/8/2010	4833 Charles Neilson, MD	\$14,300.00	
2/8/2010	4834 American Funds	\$1,000.00	
2/8/2010	4835 Texas Citizens Bank	\$2,000.00	
2/8/2010	4836 Premium Assignment	\$10,876.80	
2/16/2010	4790 Emtel	\$5,000.00	
2/16/2010	ADP Payroll	\$27,179.45	
2/16/2010	ADP Payroll	\$8,902.72	
2/16/2010	4843 United Healthcare	\$6,641.55	
2/18/2010	4794 Emtel	\$10,000.00	
2/18/2010	4767 Joseph Degioanni	\$5,000.00	reimbursement for advance 10/09
2/18/2010	4705 Joseph Degioanni	\$5,000.00	reimbursement for advance 7/09
2/25/2010	ADP Payroll	\$24,407.85	
2/25/2010	ADP Payroll	\$11,258.50	
3/1/2010	4844 Charles Neilson	\$13,285.00	
3/1/2010	4845 American Funds	\$1,000.00	

\$1,000.00
\$1,799.69 \$200.31

\$3,016.66

3/1/2010	4846 Texas Citizens Bank	\$2,000.00	
3/1/2010	4847 Premium Assignment	\$10,875.80	
3/1/2010	4849 United Healthcare	\$6,641.55	
3/5/2010	Wells Fargo	\$76.79	
3/9/2010	4761 Emtel	\$5,000.00	
3/12/2010	4793 Emtel	\$5,000.00	
3/12/2010	Daniel Roberts & Associat	\$15,000.00	
3/15/2010	ADP Payroll	\$22,926.77	
3/15/2010	ADP Payroll	\$7,447.30	
3/16/2010	4795 Emtel	\$10,000.00	
3/18/2010	4842 Emtel	\$10,000.00	
3/18/2010	4791 Emtel	\$5,000.00	
			bank charges
		\$3,016.66	

ANSWER TO QUESTION 3c

BEPA paid to Emtel past 12 months

Date	Ck #	Payee	Amount	Month Total
3/19/2009	4611	Emtel	\$5,000.00	
3/19/2009	4633	Emtel	\$5,000.00	
3/24/2009	4635	Emtel	\$10,000.00	
3/26/2009	4648	Emtel	\$10,000.00	
3/31/2009	4634	Emtel	\$5,000.00	
3/31/2009	4646	Emtel	\$5,000.00	\$40,000.00
4/15/2009	4613	Emtel	\$15,000.00	
4/22/2009	4647	Emtel	\$5,000.00	
4/23/2009	4657	Emtel	\$5,000.00	
4/24/2009	4645	Emtel	\$5,000.00	
4/30/2010	4658	Emtel	\$5,000.00	\$35,000.00
5/1/2009	4656	Emtel	\$5,000.00	
5/13/2009	4659	Emtel	\$5,000.00	
5/22/2009	4668	Emtel	\$5,000.00	
5/28/2010	4672	Emtel	\$10,000.00	\$25,000.00
6/3/2009	4636	Emtel	\$15,000.00	
6/11/2009	4669	Emtel	\$5,000.00	
6/17/2009	4671	Emtel	\$5,000.00	
6/25/2009	4670	Emtel	\$5,000.00	
6/26/2009	4685	Emtel	\$5,000.00	\$35,000.00
7/2/2009	4688	Emtel	\$10,000.00	
7/6/2009	4687	Emtel	\$5,000.00	
7/8/2009	4686	Emtel	\$5,000.00	
7/23/2009	4649	Emtel	\$15,000.00	\$35,000.00
8/6/2009	4701	Emtel	\$10,000.00	
8/19/2009	4700	Emtel	\$5,000.00	
8/26/2009	4673	Emtel	\$15,000.00	\$30,000.00
9/3/2009	4698	Emtel	\$5,000.00	
9/3/2009	4699	Emtel	\$5,000.00	
9/15/2009	4735	Emtel	\$5,000.00	
9/16/2009	4740	Emtel	\$10,000.00	\$25,000.00
10/1/2009	4689	Emtel	\$15,000.00	
10/15/2009	4737	Emtel	\$5,000.00	
10/27/2009	4738	Emtel	\$5,000.00	
10/29/2009	4702	Emtel	\$15,000.00	
10/30/2009	4736	Emtel	\$5,000.00	
10/30/2009	4747	Emtel	\$5,000.00	\$50,000.00
11/12/2009	4739	Emtel	\$10,000.00	
11/19/2009	4748	Emtel	\$5,000.00	
11/24/2009	4752	Emtel	\$10,000.00	\$25,000.00
12/1/2009	4750	Emtel	\$5,000.00	
12/8/2009	4749	Emtel	\$5,000.00	
12/8/2009	4758	Emtel	\$5,000.00	
12/22/2009	4763	Emtel	\$10,000.00 *	
12/30/2010	4778	Emtel	\$5,000.00 *	
12/31/2009	4762	Emtel	\$10,000.00 *	\$40,000.00
1/7/2010	4759	Emtel	\$5,000.00 *	
1/7/2010	4760	Emtel	\$5,000.00 *	

1/29/2010	4782 Emtel	\$10,000.00 *	
1/29/2010	4783 Emtel	\$10,000.00 *	\$30,000.00
2/4/2010	4781 Emtel	\$5,000.00 *	
2/4/2010	4779 Emtel	\$5,000.00 *	
2/4/2010	4780 Emtel	\$5,000.00 *	
2/4/2010	4792 Emtel	\$5,000.00 *	
2/16/2010	4790 Emtel	\$5,000.00 *	
2/18/2010	4794 Emtel	\$10,000.00 *	\$35,000.00
3/9/2010	4761 Emtel	\$5,000.00 *	
3/12/2010	4793 Emtel	\$5,000.00 *	
3/16/2010	4795 Emtel	\$10,000.00 *	
3/18/2010	4842 Emtel	\$10,000.00 *	
3/18/2010	4791 Emtel	\$5,000.00 *	\$35,000.00
*included on previous page			
		\$440,000.00	\$440,000.00